

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
(CENTRAL DIVISION)**

In re:

**SOUTHERN SKY AIR & TOURS, LLC
d/b/a DIRECT AIR,**

Debtor.

**Chapter 7
Case No. 12-40944-MSH**

**ORDER APPROVING MOTION OF CHAPTER 7 TRUSTEE FOR ORDER (I)
APPROVING CHARTER PARTICIPANT CLAIM RECONCILIATION PROCESS,
INCLUDING FORM OF NOTICE TO CHARTER PARTICIPANTS, (II)
DISALLOWING CERTAIN CHARTER PARTICIPANT CLAIMS AND (III)
EXTENDING CLAIM BAR DATE FOR CHARTER PARTICIPANTS**


Upon the motion (the "Motion") filed on June 24, 2013 by Joseph H. Baldiga, Chapter 7 trustee of the bankruptcy estate (the "Estate") of Southern Sky Air & Tours, LLC d/b/a Direct Air (the "Debtor"), (I) Approving Charter Participant Claim Reconciliation Process, Including Form of Notice to Charter Participants, (II) Disallowing Certain Charter Participant Claims and (III) Extending Claim Bar date for Charter Participants; the Court finding that the Motion is in the best interest of the Estate; and no objection to the Motion having been filed or any such objection having been withdrawn or overruled;

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The Motion is allowed;
2. The Claim Notice and Mandatory Claim Form (the "Claim Notice") attached to this Order as Exhibit A is approved;
3. The deadline for Charter Participants (as defined in the Motion) to file prepetition claims against the Estate is hereby extended to seven (7) days following entry of this Order (the "Extended Bar Date");
4. No later than fourteen (14) days after entry of this Order, the Trustee shall mail the Claim Notice to all Charter Participants who asserted Claims against the Bond, the VNB Account, and the Estate;

5. With respect to the distribution of funds (totaling \$250,000) contemplated in the Motion (the "Initial Distribution"), such funds shall be distributed *pro rata* to the Charter Participants who timely submit claims consistent with the Claim Notice;
6. With respect to all other distributions, the claims of all Charter Participants who submit claims consistent with the Claim Notice shall be accorded Bankruptcy Code § 507(a)(7) priority up to the amount of \$2,600.00 (less amounts received in conjunction with the Initial Distribution), with the balance of any claim over \$2,600.00 treated as a general unsecured claim;
7. Nothing in this Order shall prevent any party in interest, including the Trustee, from objecting to any claims submitted pursuant to the Claim Notice for any reason, except, with respect to the Initial Distribution, the priority treatment of such claims; and
8. All Claims (as defined in the Motion) filed through the Extended Bar Date are deemed disallowed.

Dated: August 8, 2013


The Honorable Melvin S. Hoffman
United States Bankruptcy Judge

IMPORTANT NOTICE TO CLAIMANTS AND MANDATORY CLAIM FORM

YOU ARE REQUIRED TO RESPOND BY SEPTEMBER 25, 2013
IF YOU STILL ARE ASSERTING A CLAIM

Southern Sky Air & Tours, LLC d/b/a Direct Air, Debtor
United States Bankruptcy Court, District of Massachusetts
Chapter 7, Case No. 12-40944-MSH

You are receiving this Notice because you submitted a claim against (i) the Public Charter Operator's Surety Bond, (ii) certain accounts held at Valley National Bank, and/or (iii) the Southern Sky/Direct Air bankruptcy estate. Due to a large number of duplicative and/or subsequently satisfied claims, on August 7, 2013, the Bankruptcy Court entered an Order approving a new claims reconciliation process including this Notice. Even though you previously submitted a claim, you must complete and execute this Claim Form and return it by September 25, 2013 as set forth below, or your claim will be disallowed and you will not receive any distribution to which you might otherwise be entitled.

1. Current Contact Information of Consumer Claimant:

Name: _____

Address: _____

City, State/Zip Code: _____

Phone Number: _____ Email: _____

2. Claim Still Asserted by Consumer:

I still hold a claim in the Debtor's bankruptcy case in the amount of \$_____ after application of all credits, offsets and refunds received by me (including, but not limited to, any receipt of a refund or "chargeback" through my credit card or debit card account).

Please enclose documentation in support of your claim.¹

If the above claim is for more than one individual (for example on behalf of a group or family), you must list the names of each individual claimant below, or on a separate attachment.

Name: _____

Name: _____

Name: _____

Name: _____

☐ If any portion of your claim includes any amounts paid to any party other than the Debtor (Direct Air), please check this box and provide details.

☐ If any portion of your claim includes a membership fee for the Debtor's "Friends and Family" or "Family Ties" program (not including payments for pre-paid tickets or vouchers), please check this box and indicate the amount of the membership fee only: \$_____

Continued on reverse side.

¹ It is not necessary to submit copies of supporting documents if you already submitted supporting documents with your original claim.

I understand and acknowledge that this claim replaces and supersedes any and all claim(s) previously asserted by me in the Debtor's bankruptcy case.

UNDER PENALTIES OF PERJURY I AFFIRM THAT THE INFORMATION PROVIDED HEREIN IS TRUE AND CORRECT AND THAT THE ABOVE ASSERTED CLAIM IS ALL I AM STILL OWED AND THAT ALL CREDITS, CHARGEBACKS, OFFSETS, AND REFUNDS THAT I HAVE RECEIVED HAVE BEEN DEDUCTED FROM MY CLAIM.

(sign your name here)

3. **You Must Return This Claim Form So It Is Received By September 25, 2013:**

- a. Fax this Claim Form to: 508.983.6243; or
- b. Email this Claim Form to: kdellechiaie@mirickoconnell.com; or
- c. Mail this Claim Form to: Mirick, O'Connell, DeMallie & Lougee, LLP
Attn: Kimberly M. DelleChiaie, Paralegal
100 Front Street
Worcester, MA 01608

(It is not necessary to file this Claim Form with the Bankruptcy Court.)

4. If you have any questions about this Claim Form, feel free to call (508) 791-8500 and ask to speak to a representative about the "Direct Air Claim Form."

EXHIBIT B

Carrie Aaby
Gary Boccia
Dianne Boisson
Thomas Burns
Andrea & Debra Caporiccio
Judyann Caribo
Thomas Charles
Deborah Coltan
Walter Dean
Elizabeth Devries
Angela Hart
Linda Holstead
Stephen Hopkins
Marlo Kent
John Lamczak
Lois R. Laria
Bernard Leblanc
Gilbert Mark
Sandra Mccarthy
Kathleen McClain
Kevin Noon
Susan Oaul
Carrie Reinhold
Richard Stockdale
Sarah Travaly
Margan Vanalstyne
Carlson Wagonlit
Sarah Wilbanks

EXHIBIT C

Creditor	Amount of Claim Asserted	Basis for Objection	Trustee's Recommended Allowed Claim Amount
Steven Saunders	\$5,000.00	The claim asserted is overstated in amount and lacks sufficient documentation to support the asserted claim amount.	\$847.90
Robert N. Maki	\$1,492.30	The claim asserted is overstated in amount.	\$492.30
Annette L. Tate	\$2,500.00	The claim asserted is overstated in amount and lack sufficient documentation to support the asserted claim amount.	\$472.50
Mary Kirby	\$600.00	The claimant has received reimbursement of the asserted claim amount from her credit card company	\$0.00

EXHIBIT E

MIRICK O'CONNELL

A T T O R N E Y S A T L A W

Mirick O'Connell
100 Front Street
Worcester, MA 01608-1477

_____, 2013

TO: Charter Participants of Southern Sky Air & Tours, LLC d/b/a Direct Air

Re: Southern Sky Air & Tours, LLC d/b/a Direct Air, Debtor
Chapter 7, Case No. 12-40944-MSH

Dear Sir/Madam:

On March 15, 2012, the above-referenced Debtor filed a petition for relief pursuant to Chapter 11 of the United States Bankruptcy Code. On April 11, 2012, the case was converted to one under Chapter 7 of the Bankruptcy Code and Joseph H. Baldiga was appointed Chapter 7 trustee (the "Trustee") of the Debtor's bankruptcy estate to liquidate the assets of the Debtor and distribute them to creditors. This firm represents the Trustee.

On August 8, 2013, the United States Bankruptcy Court approved a claim reconciliation process pursuant to which certain unreimbursed Charter Participants were required to submit a claim form identifying, among other things, the remaining amount of their claims against the Debtor. You are receiving this letter because you timely submitted a Claim Form to the Trustee. At this time the Trustee is in possession of funds totaling \$250,000.00 to distribute *pro rata* to those Charter Participants who timely submitted claims consistent with the claim form.

Based on claims submitted by Charter Participants pursuant to the claim reconciliation process, the Trustee is able to make a distribution to eligible claimants in the amount of ____% of their claims (the "Initial Distribution"). Enclosed is a check payable to you representing your portion of the Initial Distribution. **Please note that this check must be cashed within ninety (90) days from the date of the check or the funds will be classified as "unclaimed funds" and returned to the United States Bankruptcy Court.** At this time, the Trustee does not anticipate making any further distribution on account of your claim. However, should additional funds become available, the Trustee would make future distributions in accordance with the Bankruptcy Code priority scheme and under the oversight of the Bankruptcy Court.

Thank you for your attention to this matter. Should you have any questions, please free to call (508) 791.8500 and ask to speak to a representative about the "Direct Air Distribution."

Very truly yours,

/s/ Kimberly M. DelleChiaie
Paralegal

/kmd

Enclosure

cc: Joseph H. Baldiga, Esq., Chapter 7 trustee (w/o enc.)

MIRICK, O'CONNELL, DEMALLIE & LOUGEE, LLP

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www.mirickoconnell.com